

PHILLIPS LYTTLE LLP
3400 HSBC Center
Buffalo, NY 14203
Tel: (716) 847-8400
William J. Brown, Esq.
Anne M. Peterson, Esq.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

DELPHI CORPORATION, ET AL.,

Debtor.

Case No. 05-44481 (RDD)
(Jointly Administered)
Chapter 11

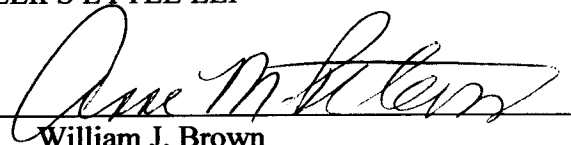
EMERSON & RENWICK USA, INC.'S
NOTICE OF DEMAND FOR RECLAMATION

PLEASE TAKE NOTICE that on October 26, 2005, pursuant to 11 U.S.C. 546, Emerson & Renwick USA, Inc. served its written demand for reclamation for goods totaling not less than \$161,266 upon Delphi Corporation, d/b/a Delphi Automotive Systems Corporation, Delphi Automotive Systems, LLC and Delphi Automotive Systems, Harrison Thermal Systems. A copy of the written demand is attached.

Dated: October 28, 2005

PHILLIPS LYTTLE LLP

By



William J. Brown

Anne M. Peterson

Attorneys for Emerson & Renwick USA, Inc.
3400 HSBC Center
Buffalo, New York 14203
(716) 847-8400



CONFIDENTIAL

Emerson & Renwick USA, Inc.
4906 IDA Park Drive
Lockport, New York 14094

Telephone: (716) 438-0747
Fax: (716) 438-0749
EmersonUSA@aol.com

October 26, 2005

Via Overnight Courier

Delphi Corporation, d/b/a Delphi Automotive
Systems Corporation
Delphi Automotive Systems, LLC
Delphi Automotive Systems
5725 Delphi Drive
Troy, MI 48908-2815

Delphi Automotive Systems
Harrison Thermal Systems
Attn: Barbara Flynn, Purchasing
200 Upper Mountain Road
Lockport, NY 14094-1896

**RE: Emerson & Renwick USA, Inc. ("Emerson") Demand for Reclamation upon
Delphi Corporation, Delphi Automotive Systems, LLC, Delphi Automotive
Systems and affiliated debtors (collectively, "Debtor")**

Emerson sold goods to the Debtor on credit totaling not less than \$161,266.00, which goods were received by the Debtor on or after October 7, 2005 ("Goods"). The Goods were received by the Debtor at a time when the Debtor was insolvent, and were sold to the Debtor in the ordinary course of business.

Pursuant to the Order Under 11 U.S.C. §§ 362, 503 and 546 and Fed. R. Bankr. P. 9019 Establishing Procedures for the Treatment of Reclamation Claims (Docket No. 230) entered on October 14, 2005, 11 U.S.C. § 546(c) and applicable provisions of the Uniform Commercial Code, Emerson hereby tenders its demand for Reclamation of the Goods that are more particularly described on the attached invoices together with bill of lading documents.

This notice constitutes a timely demand for reclamation upon the Debtor. All other rights and remedies of Emerson are reserved. We hereby demand that the Goods delivered to

Delphi Automotive Systems
October 25 2005
Page 2

your facilities, including but not limited to the following facilities, be returned to us at once:

Delphi Corporation, d/b/a Delphi Automotive Systems
Corporation/ALL DIVISIONS & AFFILIATES
Delphi Automotive Systems, LLC/ALL DIVISIONS & AFFILIATES
Delphi Automotive Systems/ALL DIVISIONS & AFFILIATES

Delphi Automotive Systems
MTC - Mexico Technical Center
48 Walter Jones Boulevard
El Paso, TX 79906

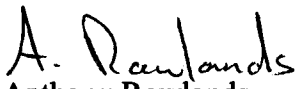
Rio Bravo XX Delphi Thermal Interior
MTC - Mexico Technical Center
48 Walter Jones Boulevard - Building "B" Docks 87 and 88
El Paso, TX 79906

Rio Bravo XX Delphi Thermal& Interior
Tapioca H 9411 Inf. Amp. Aeropuerto
Cd. Juarez, Chih Mexico 32690

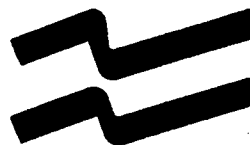
Please contact me immediately at (716) 438-0747 to discuss return of the Goods. We also request written confirmation and inventory records confirming that the Goods are on hand at your facility as of this date.

Sincerely,

Emerson & Renwick USA, Inc.

By 
Anthony Rowlands
General Manager

cc: John Wm. Butler, Jr., Esq.
Kayalyn A. Marafioti, Esq.
Anne M. Peterson, Esq.
All Delphi Facilities listed herein

Pg 4 of 6
Invoice**EMERSON
& RENWICK**

THE ART OF ENGINEERING

DATE	INVOICE #
9/2/2005	977

BILL TO

Delphi Harrison Thermal
Disbursements
P.O. Box 1550
Flint, MI 48501-1550

Emerson & Renwick USA, Inc.

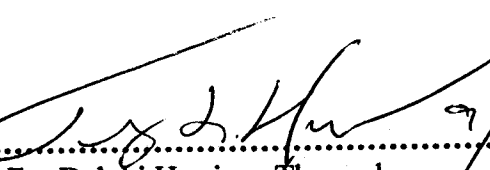
4906 IDA Park Drive
Lockport, New York 14094

Telephone: (716) 438-0747

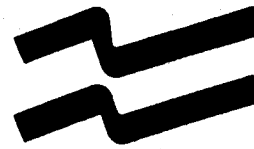
Fax: (716) 438-0749

EmersonUSA@aol.com

P.O. NO.	TERMS	PROJECT
LPS96393	Due Upon Receipt	

QUANTITY	DESCRIPTION	RATE	AMOUNT
1	<p>Item Identification Number PR668142 001 Refurbish Center Machine to include Fin Slicer Cut-Off Adaption per TD05-4601 and E&R Proposal AR/JW/031105/D. Value: \$30,000.00 USD</p> <p>Item PR668143 001 Refurbish Uncoiler to include Back Tensioning Units and Fin Slicer Controls and to Include Wheel Load Stations Per TD05-4601 and E&R Proposal AR/JW/031105/D. Value: \$125,000.00 USD</p> <p>Item PR668141 002 Balance of Center Machine Tooling to Fully Fund to Negotiated Amount of \$426,266.00 Value: \$6,266.00 USD</p> <p>Total Value of the Above Items = \$161,266.00</p> <p>90% Payment Term Now Due Upon Acceptance = \$145,139.40 USD</p>	145,139.40	145,139.40
<p>Signed as Accepted:  9/6/05 For Delphi Harrison Thermal Terry J. Hunt September 2, 2005</p>		<p><i>INCLUDES ITEM #4 LINE ITEM as Whole Payment (\$6266.00)</i></p>	
Total			\$145,139.40

Invoice


**EMERSON
& RENWICK**
THE ART OF ENGINEERING

DATE	INVOICE #
9/2/2005	978

BILL TO
Delphi Harrison Thermal Disbursements P.O. Box 1550 Flint, MI 48501-1550

Emerson & Renwick USA, Inc.

4906 IDA Park Drive
Lockport, New York 14094

Telephone: (716) 438-0747

Fax: (716) 438-0749

EmersonUSA@aol.com

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LPS96393	Due Upon Receipt	

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Total			\$16,126.60

Attention: YATY GOLEMIKUSKI

Date: 10/07/05

BILL OF LADING - SHORT FORM - NOT NEGOTIABLE

Page 1 of 1

SHIP FROM		Bill of Lading Number: 1000101		
[Name] Rochester Automated Systems [Street Address] 25 Regency Oaks Blvd. [City, ST ZIP Code] Rochester, NY 14624 SID No.:		BAR CODE SPACE		
SHIP TO		Carrier Name: Buchanan Hauling & Rigging		
[Name] Delphi Thermal & Interior Rio Bravo XX [Street Address] MTC- Mexico Technical Center [City, ST ZIP Code] 48 Walter Jones Blvd Bldg "B" Docks 87 & 88 CID No.: El Paso, TX 79906		Trailer number: *753A Serial number(s): BUCH#1043157		
THIRD-PARTY FREIGHT CHARGES BILL TO		SPAC:		
[Name] Delphi Thermal & Interior Systems [Street Address] 200 Upper Mountain Road [City, ST ZIP Code] Lockport, NY 14094		Pro Number:		
Special Instructions:		Freight Charge Terms (Freight charges are prepaid unless marked otherwise):		
		Prepaid <input type="checkbox"/> Collect <input type="checkbox"/> 3rd Party <input checked="" type="checkbox"/>		
<input type="checkbox"/> Master bill of lading with attached underlying bills of lading.				
CUSTOMER ORDER INFORMATION				
Customer Order No.	# of Packages	Weight	Pallet/Slip (circle one)	Additional Shipper Information
LPS96393	3 Boxes	12000 LBS	Y N	Center Machine
LPS95608	3 Skids	1000#	Y N	Core Unload Mechanism
			Y N	
			Y N	
Grand Total	6	13000#		
CARRIER INFORMATION				
Handling Unit		Package		ITL Only
Qty	Type	Qty	Type	
6	Skids			
		13,000 LBS		
		Weight	HM (X)	Commodity Description
				Machinery- Low Volume Condenser Assembly Machine
OCT 10 2005 SUBJECT TO COUNT L/KOANL				

Where the rate is dependent on value, shippers are required to state specifically in writing the agreed or declared value of the property as follows: "The agreed or declared value of the property is specifically stated by the shipper to be not exceeding _____ per _____"

COD Amount: \$

Fee terms: Collect ☐ Prepaid ☐ Customer check acceptable ☐

Note: Liability limitation for loss or damage in this shipment may be applicable. See 49 USC § 14706(c)(1)(A) and (B).

Received, subject to individually determined rates or contracts that have been agreed upon in writing between the carrier and shipper, if applicable, otherwise to the rates, classifications, and rules that have been established by the carrier and are available to the shipper, on request, and to all applicable state and federal regulations.

The carrier shall not make delivery of this shipment without payment of charges and all other lawful fees.

Shipper Signature

Frank Denaro

Shipper Signature/Date

Frank Denaro 10/7/05

This is to certify that the above named materials are properly classified, packaged, marked, and labeled, and are in proper condition for transportation according to the applicable regulations of the DOT.

Trailer Loaded:

☒ By shipper
☐ By driver

Freight Counted:

☐ By shipper
☐ By driver/pallets said to contain
☐ By driver/pieces

Carrier Signature/Placard Note

Alvin M. Denaro
Carrier acknowledged receipt of packages and required placards. Carrier certifies emergency response information was made available and/or carrier has the DOT emergency response guidebook or equivalent documentation in the vehicle. Property described above is received in good order, except as noted.